

PARCELPAL TECHNOLOGY INC.
(formerly PLUS8 GLOBAL VENTURES, LTD.)
Management Discussion and Analysis (“MD&A”)
For the year ended December 31, 2015

As at April 13, 2016

BACKGROUND AND GOING CONCERN

For the year ended December 31, 2015, ParcelPal Technology Inc. (formerly Plus8 Global Ventures Ltd.) (“the Company”) has prepared this management discussion following the requirements of National Instrument 51-102 (“NI-51-102”) and should be read in conjunction with the audited financial statements and accompanying notes for the year ended December 31, 2015 prepared using accounting policies consistent with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”). All monetary amounts, unless otherwise indicated, are expressed in Canadian dollars. Additional regulatory filings for the Company can be found on the SEDAR website at www.sedar.com.

The incorporation jurisdiction of ParcelPal Technology Inc. (formerly Plus8 Global Ventures Ltd.) is British Columbia.

During the year ended December 31, 2015, the Company purchased all of the assets related to a parcel delivery mobile app technology platform known as “ParcelPal” from a Vancouver based software developer. In accordance with the terms of the purchase, the Company acquired all of the assets related to ParcelPal in exchange for 2,000,000 common shares of the Company.

The focus of the Company is to leverage technology to provide innovative services and products. The Company is currently focusing its efforts on acquiring technologies, including the recent acquisition of the ParcelPal app. The Company also has certain rights to the TraderOS Platform.

The TraderOS Platform is a social collaborative charting, news and communication platform. The platform’s online environment for traders and investors consolidates their information needs into a single location. Traders can communicate with peers in real-time through chat and instant messaging. Aggregated content from blogs, other social platforms (i.e. Twitter™), and articles and multimedia across the web can be accessed seamlessly within the platform environment. Users can monitor other traders on their premium content feed, view charts and articles posted by others, stream real-time financial news, and monitor stock quotes. The platform will allow traders to collaborate and share trading ideas and information with the entire user base or selected groups giving them access to a “virtual trading floor”.

GOING CONCERN

The Company had loss of \$181,546 during the year ended December 31, 2015 (2014 –\$95,502) and has a deficit of \$1,394,820 as at December 31, 2015 (2014 - \$1,213,274). These financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future. The Company has material financial uncertainties that may cast significant doubt upon the Company’s ability to continue as a going concern. The financial statements do not include any adjustments relating to the recoverability and classification of recorded assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

FORWARD LOOKING STATEMENTS

Forward-looking statements are subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company to be materially different from those expressed or implied by such forward-looking statements, including but not limited to: risks related to the nascent branding, social media technology, which is affected by numerous factors beyond the Company’s control; the Company’s ability to succeed in the North American market; and access to debt and equity; and the early stage of the Company’s business. The Company is subject to the risks associated with early stage companies, including

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uncertainty of revenues, markets and profitability and the ability to access debt or equity financing, as necessary. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. All material assumptions used in making forward-looking statements are based on management's knowledge of current business conditions and expectations of future business conditions and trends, including their knowledge of the current sales trends, general economic conditions affecting the Company and the Canadian and US economies. Although the Company believes the assumptions used to make such statements are reasonable at this time and has attempted to identify in its continuous disclosure documents important factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other factors that cause results not to be as anticipated, estimated or intended. Certain material factors or assumptions are applied by the Company in making forward-looking statements, including without limitation, factors and assumptions regarding the Company's continued ability to fund its business, rates of customer defaults, relationship with, and payments to its line of credit provider and debenture holders, acceptance of its products in the marketplace, as well as its operating cost structure and current and future trends in social media advertising and traditional print media. Accordingly, readers should not place undue reliance on forward-looking statements. The Company does not undertake to update any forward-looking statements that are incorporated by reference herein, except in accordance with applicable securities laws.

SELECTED ANNUAL INFORMATION

The following financial data, which has been prepared in accordance with IFRS, is derived from the Company's audited financial statements for:

	Year ended December 31, 2015	Year ended December 31, 2014	15 month period ended December 31, 2013
	\$	\$	\$
Financial Results			
Total Revenue	Nil	Nil	Nil
Loss and comprehensive loss	181,546	95,502	841,821
Basic and Diluted Loss per Share	(0.01)	(0.00)	(0.01)
Total Assets	320,761	7,679	12,578
Total Long Term Liabilities	Nil	Nil	Nil

The increase in loss and comprehensive loss are a result of the Company's increased consulting fees and share-based compensation paid to key management and consultants during the year.

FOURTH QUARTER SIGNIFICANT EVENTS OR TRANSACTIONS

On November 6, 2015, the Company acquired ParcelPal in exchange for 2,000,000 shares with a fair value of \$100,000. The acquisition of the technology has been accounted for as an asset acquisition as defined by IFRS 3, Business Combinations.

During the year ended December 31, 2015, the Company expensed an additional \$19,971 (2014 - \$Nil) of development costs.

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SUMMARY OF QUATERLY RESULTS

Following is a table of the income, total assets, operating loss for the past eight quarters.

For the three months ended				
	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015
Other income	\$ Nil	\$ Nil	\$ Nil	\$ Nil
Total assets	320,761	32,942	37,990	8,124
Operating loss	(125,281)	(15,911)	(31,411)	(8,943)
Net loss	(125,291)	(15,911)	(31,411)	(8,943)
Loss per share	(0.01)	(0.00)	(0.00)	(0.00)
Dividends	-	-	-	-
	December 31, 2014	September 30, 2014	June 30, 2014	March 31, 2014
Other income	\$ Nil	\$ Nil	\$ Nil	\$ Nil
Total assets	7,679	6,495	9,477	9,197
Operating loss	(46,098)	(25,306)	(12,256)	(11,842)
Net income (loss)	(46,098)	(25,306)	345,028	(11,842)
Income (loss) per share	(0.00)	(0.00)	0.01	(0.00)
Dividends	-	-	-	-

During the year ended December 31, 2014, the Company sold a subsidiary resulting in a gain on the sale of subsidiary of \$357,284, which was recorded to deficit.

The Company had no revenues during the past eight quarters. Expenses in December 31, 2015 primarily consisted of professional fees, consulting fees, and share-based compensation. Costs increased mainly as a result of consulting fees paid to developers and share-based compensation paid to key management personnel and consultants.

SELECTED YEARLY AND FOURTH QUARTER RESULTS

In the year ended December 31, 2015, compared to the year ended December 31, 2014, the Company’s operating expenses increased to \$181,546 from \$95,502, mainly as a result of consulting fees paid to developers and share-based compensation paid to key management personnel and consultants.

In the three months ended December 31, 2015, compared to the three months ended December 31, 2014, the Company’s operating expenses increased from \$46,098 to \$125,281, mainly as a result of consulting fees paid to developers and share-based compensation paid to key management personnel and consultants.

LIQUIDITY AND CAPITAL RESOURCES

As at December 31, 2015 the Company had net working capital of \$153,375 compared to a net working capital deficiency of \$75,445 as at December 31, 2014.

On April 2, 2015, the Company issued 3,600,000 common shares pursuant to a non-brokered private placement at \$0.025 per share for proceeds of \$90,000.

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On November 26, 2015, the Company issued 2,000,000 units at a price of \$0.05 per share for proceeds of \$100,000. Each unit consisted of one common shares and one half of one warrant of the Company. Each warrant entitles the holder to purchase one additional common share of the Company at a price of \$0.10 for a period of 12 months from closing;

On December 18, 2015, the Company issued 3,000,000 units at a price of \$0.05 per share for proceeds of \$150,000. Each unit consisted of one common shares and one half of one common share purchase warrant of the Company. Each warrant entitles the holder to purchase one additional common share of the Company at a price of \$0.10 for a period of 12 months from closing. Share issuance costs consisted of \$4,720 in cash and issuance of 98,000 finder's warrants valued at \$5,223.

The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future. The Company has material financial uncertainties that cast significant doubt upon the Company's ability to continue as a going concern.

RELATED PARTY TRANSACTIONS

In connection with the April 2, 2015 private placement, an officer, a director, and family members of directors purchased 2,880,000 shares for proceeds of \$72,000.

In connection with the November 26, 2015 private placement, an officer, a director, and family members of directors purchased 1,440,000 units for proceeds of \$72,000.

In connection with the December 18, 2015 private placement, officers and a director purchased 1,080,000 units for proceeds of \$54,000.

Key management personnel

During the year ended December 31, 2015, the Company granted 550,000 stock options (2014 – Nil) to officers and directors of the Company with a fair value of \$20,415 (2014 – Nil) and was included in share-based compensation expense.

CAPITAL MANAGEMENT

The Company defines capital that it manages as its shareholders' equity. When managing capital, the Company's objective is to ensure the entity continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the development of a social collaborative charting, news and communication platform for traders. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes to the Company's approach to capital management during the year ended December 31, 2015.

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FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company has applied a three-level hierarchy to reflect the significance of the inputs used in making fair value measurements. The three levels of fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices that are observable for assets or liabilities, either directly or indirectly; and

Level 3 – Inputs for assets or liabilities that are not based on observable market data.

The Company’s financial instruments consist of cash, accounts payable and accrued liabilities and loan payable. The fair value of these financial instruments, other than cash, approximates their carrying values due to the short-term nature of these instruments. Cash is measured at fair value using level 1 inputs.

The Company is exposed to a variety of financial risks by virtue of its activities including currency, credit, interest rate and liquidity risk.

a) Credit risk

Credit risk is risk of financial loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company’s cash is held in large Canadian financial institutions and is not exposed to significant credit risk.

b) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to limited interest rate risk (Note 5).

c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations as they come due. The Company’s ability to continue as a going concern is dependent on management’s ability to raise the required capital through future equity or debt issuances. The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities. Management and the directors are actively involved in the review, planning, and approval of significant expenditures and commitments.

d) Foreign currency risk

The Company’s functional currency is the Canadian Dollar and major transactions are transacted in Canadian Dollars and US Dollars. The Company maintains a US Dollar bank account in Canada to support the cash needs of its operations. Management believes that the foreign exchange risk related to currency conversion is minimal and therefore does not hedge its foreign exchange risk.

e) Capital management

The Company defines capital that it manages as its shareholders’ equity. When managing capital, the Company’s objective is to ensure the entity continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the development of a social collaborative charting, news and communication platform for traders. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company’s management to sustain future development of the business.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes to the Company’s approach to capital management during the year ended December 31, 2015.

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CRITICAL ACCOUNTING ESTIMATES, ADOPTION OF ACCOUNTING POLICIES AND ACCOUNTING STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET ADOPTED

Please refer to the December 31, 2015 financial statements on www.sedar.com for details.

COMMON SHARES

Common Shares

At April 13, 2016, the Company had 25,401,511 common shares outstanding.

Stock Options

As at year ended December 31, 2015, the following options were outstanding and exercisable:

Expiry Date	Number Outstanding		Exercise Price
November 6, 2018	950,000	\$	0.05
December 18, 2018	225,000	\$	0.10
	1,205,000		

Common Share Warrants

As at year ended December 31, 2015, the following share purchase warrants were outstanding and exercisable:

Expiry Date	Number Outstanding		Exercise Price
November, 26, 2016	1,000,000	\$	0.10
December 18, 2016	1,500,000	\$	0.10
December 18, 2016	98,000	\$	0.10
	2,598,000		

OFF-BALANCE-SHEET ARRANGEMENTS

As of the date of this filing, the Company does not have any off-balance-sheet arrangements that have, or are reasonably likely to have, a current or future effect on the results of operations or financial condition of the Company, including, and without limitation, such considerations as liquidity and capital resources.

SUBSEQUENT EVENT

Subsequent to the year ended December 31, 2015, the Company completed a non-brokered private placement of the 1,716,661 units at a price of \$0.1125 per unit for gross proceeds of \$193,124. Each unit consists of one common share and one warrant. Each warrant entitles the holder to purchase one additional share at \$0.20 until August 29, 2017. The Company issued 99,000 finder’s warrants exercisable at price of \$0.20 until August 29, 2017.

CHANGE OF MANAGEMENT

During November 2015, the Company announced that that Mr. Jason Moreau, a current director of the Company, has been appointed as President and Chief Executive Officer of the Company effective immediately. Mr. Moreau’s background includes experience with technology companies and public markets. Mr. Moreau founded and ran a SaaS (software as a service) company listed on the TSX Venture Exchange for 15 years until its sale to a NASDAQ-listed company in 2011. Mr. Moreau’s appointment follows the resignation of Martin Woodward as Chief Executive Officer. Mr. Woodward will continue to serve on the Company’s board of directors.